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the X-MEN

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"THE WARLOCK WAKES!"

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X-MEN! THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

"THE WARLOCK WAKES!"

OUR PULSATIN' PRELUDE: RECUPERATING FROM THEIR BATTLE WITH THE SINISTER *SUPER-ADAPTOID* (LAST ISH), THE X-MEN ARE ABOUT TO BEGIN AN OVERDUE SESSION IN THE *DANGER ROOM*. WHEN, SUDDENLY--BUT, LOOK FOR *YOURSELF!!*

WHO IS... THE *WARLOCK?* AND WHAT PHANTASMAGORICAL FATE DOES HE PLAN FOR THE *X-MEN?* (HANG LOOSE, TIGER--'CAUSE, THE ANSWER TO THAT ONE IS REALLY GONNA GRAB YA!)

HEADS UP, MY COSTUMED COMPEERS! TELL THE BEWILDERED BEAST THAT HE *ISN'T* A VICTIM OF *HALLUCINATIONS!*

TELL ME THAT I DON'T BEHOLD A GIANT, GLOWING *HAND* MATERIALIZING FROM *THIN AIR!*

NO CAN *DO*, HANK! I SEE IT, *TOO!* AND IT'S DRAWING US TO IT-- LIKE A *MAGNET!*

DON'T TRY TO *FIGHT BACK*, ANY OF YOU--NOT TILL WE FIND OUT WHAT WE'RE *UP* AGAINST!

BUT, WHAT KIND OF BEING COULD BE *ATTACK-ING* US THIS WAY-- AND *WHY?*

I DON'T KNOW-- BUT, I'VE GOT A HUNCH WE'RE GONNA *FIND OUT*-- AND *FAST!*

BULLETIN FOR ART BUFFS: SINCE WONDROUS *WERNER ROTH* IS SO BUSY WORKING ON OUR NEXT SCINTILLATING STORY, WE GOT *ANOTHER* TITANIC TALENT TO FILL IN FOR HIM THIS ISH! (AND NOW, ON WITH OUR CUSTOMARY CONFUSING *CREDITS!*)

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THE NEXT INSTANT, THE VERY ATMOSPHERE ITSELF SEEMS TO FORM AN UNYIELDING, EBONY FUNNEL... A FUNNEL THRU WHICH THE ASTONISHED MUTANTS ARE DRAWN--ABRUPTLY, IRRESISTIBLY...

THE HAND--OR WHATEVER IT IS--IS RECEDING! AND--IT'S PULLING US WITH IT!

WE'RE LIKE TINY CHIPS OF WOOD--CAUGHT IN THE GRIP OF A SURGING CURRENT!

JEAN--DON'T LET GO OF MY HAND! WE'VE ALL GOT TO STAY TOGETHER--NO MATTER WHAT!

I--I'M TRYING, WARREN! BUT, THE FORCE IS UNBELIEVABLE! I DON'T KNOW HOW LONG I CAN HOLD ON!

AND, AS IF IN ANSWER TO MARVEL GIRL'S DESPERATE WORDS, THE FANTASTIC MAGNETIC ATTRACTION SEEMS TO VISIBLY INCREASE, AND...

I'VE BEEN WRENCHED FREE OF THE ANGEL--

WARREN--USE YOUR WINGS! I CAN'T REACH YOU--!

IT'S NO GOOD, JEAN! MY WINGS ARE USELESS AGAINST SUCH POWER!

JUST HANG ON! WE'LL GET TO YOU SOMEHOW--I SWEAR IT!

IT'S PULLING JEAN MORE POWERFULLY THAN THE REST OF US--LIKE SHE'S THE ONE IT'S REALLY AFTER!

COULD MAGNETO BE BEHIND THIS?

COMPARED TO OUR PRESENT FOE, LAD, MAGNETO WAS AN APPARENT AMATEUR!

HOWEVER, BEFORE ANOTHER WORD CAN BE UTTERED, ANOTHER SYLLABLE SPOKEN...

THAT IMAGE OF A HAND HAS RECEDED EVEN FARTHER--BUT NOW, IT SEEMS TO HAVE STOPPED!

THE BLACK MIST SEEMS TO BE SLOWLY FADING! THRU IT, I CAN SEE LIGHT--AND ROCKY HILLS!

MUST FIND OUT WHERE OUR UNSEEN CAPTOR HAS DRAWN ME--THEN, MUST TRY TO MENTALLY CONTACT THE PROFESSOR!

BUT THEN, AS THE BLACKNESS AGAIN SURROUNDS HER...

PROFESSOR XAVIER! THE STRANGE FORCE CAUGHT YOU, TOO--!

THE WAY YOU'RE HOLDING YOUR HEAD! ARE YOU HURT--?

NO, JEAN-- BUT, I'M SO TIRED! IT'S DIFFICULT... TO THINK...

HE SEEMS EXHAUSTED --AS IF HE'S BEEN THRU SOME TERRIFIC MENTAL STRUGGLE!

PROFES-SOR-- YOU'VE GOT TO KEEP ALERT!

WE'RE IN THE GRIP OF SOME POWERFUL ENEMY... AND WE MUST BREAK FREE!

NOW, I REMEMBER! I WAS WORK-ING IN THE LAB... AND SUDDENLY, I FOUND MYSELF IN THIS VOID!

YES, MORTAL! AND HERE YOU SHALL STAY--

--UNTIL I DECREE OTHER-WISE!

THAT VOICE... FROM OUT OF NOWHERE--!

NOT FROM NOWHERE, JEAN! LOOK!

YES, JEAN GREY-- DO AS YOUR' MORTAL MENTOR BIDS YOU! LOOK, AND BEHOLD-- THE WARLOCK!

SO--AT LAST WE MEET OUR ATTACKER FACE TO FACE!

BUT, WHO IS HE? AND, HOW DID HE KNOW MY REAL NAME?

THERE ARE FEW THINGS ON HEAVEN OR EARTH, FEMALE, WHICH ARE UNKNOWN TO ONE WHO HAS DISCOVERED THE CONVETED SECRET OF LIFE IMMORTAL!

FOR, 'TWAS MY POWER WHICH BROUGHT YOU BOTH HERE AGAINST YOUR WILLS --AS IT SHALL BE MY POWER WHICH SHALL SOON BE SUPREME OVER ALL THE EARTH!

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BUT, FORGIVE ME, LOVELY ONE, THAT I SPOKE TO YOU SO HARSHLY!

FOR, IT IS YOU, AMONG ALL MORTALS, FOR WHOM I HAVE WAITED, LO, THESE MANY YEARS!

I--DON'T UNDER-STAND!

OUR CAPTOR--WHOEVER HE MAY BE--STRONGLY ATTRACTED TO JEAN!

HE IGNORES ME--AND WITH GOOD REASON! FOR, IN SOME MYSTERIOUS WAY, HE HAS TEMPORARILY NULLIFIED ALL MY MENTAL POWERS!

ALLOW ME TO ILLUSTRATE, MY BEAUTY, WHAT IT MEANS TO BE THE BELOVED OF THE WONDROUS WARLOCK!

SNAP!

OBSERVE--I HAVE BUT TO SNAP MY FINGERS... AND OUR MEANS OF TRANSPOR-TATION APPEARS FROM OUT OF THE SKY ITSELF!

I--I CAN'T BELIEVE IT! IT MUST BE--MAGIC!

THEN, AS THE WEIRDLY-GARBED WIZARD LIFTS THE INVALID PROFESSOR X FROM HIS WHEELCHAIR, A TRIO OF TRULY UNIQUE STALLIONS ALIGHTS ON THE GROUND AMIDST A FLUTTER OF SILVER WINGS...

MAGIC? NO, MY DEAR--DESPITE THE COLORFUL NAME BY WHICH I CHOOSE TO BE KNOWN, THERE IS NOTHING MYSTICAL ABOUT ME, OR THE SPLENDID STEEDS YOU SEE BEFORE YOU!

RATHER, THEY ARE THE PRODUCTS OF SCIENCE! LIKE YOURSELVES, THEY ARE MUTANTS--BUT MUTANTS OF MY CREATION!

THEY'RE--BEAUTIFUL!

THE WARLOCK'S PUT JEAN INTO SOME SORT OF TRANCE! THUS, SHE CAN'T USE HER TELEKI-NETIC POWERS TO FREE US!

WE SEEM TO BE IN THE NEW ENGLAND HILLS! AND, WHAT OF THE OTHER X-MEN? WHERE WERE THEY DRAWN BY THE WARLOCK?

IF YOU'RE STILL A BIT PERPLEXED, PUSSYCAT, DON'T GIVE UP THE SHIP! WE'LL TRY TO GET EVERY-THING CLEARED UP IN THE NEXT COUPLE OF PAGES--SO STICK AROUND, HEAR?

THEN AS THE WINGED MOUNTS TAKE TO THE AIR...

BY THE ETERNAL--IT IS THE ONE CALLED THE ANGEL! HOW DID HE REACH US?

HE WAS GRASPING MY HAND WHEN YOU...SUMMONED US! PERHAPS THAT'S WHY HE WAS DRAWN HERE...

PROFESSOR--MARVEL GIRL! WHO'S THE GUY WITH YOU--AND WHERE'D YOU DIG UP THE FLYING PONIES?

PAY NO ATTENTION TO HIM, MY DEAR! HE IS OF NO CONCERN TO US!

STILL, ON SECOND THOUGHT, LET HIM FOLLOW US IF HE SO DESIRES! PERHAPS WE SHALL FIND A USE FOR HIM!

COME ALONG...IF YOU WISH, WARREN! THEN, YOU WILL SEE THAT THE WARLOCK...MEANS US NO HARM!

OKAY--BUT, I DON'T GET IT!

BUT, MAYBE I'M STARTIN' TO!

JEANIE'D NEVER REVEAL MY TRUE NAME--UNLESS THAT CHARACTER WAS CONTROLLING HER MIND!

HMMM...NOW THEY'RE HEADING TOWARDS THAT CAVE!

PROFESSOR XAVIER--IS HE CONTROLLING YOUR MIND, TOO?

NO, WARREN...

IN SOME WAY, HE HAS SAPPED ME OF MY MENTAL POWERS--AND I MUST LEARN WHY!

MOMENTS LATER, AT THE ENTRANCE TO THE CAVE...

A GUY IN ARMOR ..WITH A TOMMY-GUN! WHAT KIND OF SET-UP IS THIS?

DO YA WANT ME TO PEPPER THAT BIRD'S TAIL, WARLOCK?

THERE IS NO NEED, GUARD! IT AMUSES ME TO KEEP MY GUESTS PUZZLED FOR A BIT LONGER!

AND, AS THE FLYING FOURSOME PASS THRU THE OUTER PORTION OF THE CAVERN...

SO--THAT IS THE WARLOCK'S STRANGE SECRET! AN ARMY OF CRIMINALS ATTIRED AS KNIGHTS --BUT ARMED WITH MODERN WEAPONS!

BUT, WHAT'LL HE DO WITH 'EM--STORM BUCKINGHAM PALACE?

I HAVE A HUNCH THE PROFESSOR KNOWS MORE THAN HE'S SAYING! I'D BETTER CLAM UP AND FOLLOW HIS LEAD!

YOUR PUNY MINDS CANNOT SUSPECT THE TRUE GENIUS OF MY SCHEME! COME--LET US CONTINUE OUR JOURNEY...

BUT FIRST, I MUST ASK YOU TO LEAVE YOUR MOUNTS HERE--AND BOARD THESE SOMEWHAT MORE PLEBIAN FORMS OF TRANSPORTATION!

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SCANT SECONDS LATER, THE COLORFUL QUARTET ARE ON THE MOVE ONCE AGAIN...

WINGED *HORSES*--AND NOW ONE-MAN *HOVERCRAFT!* WHAT'S *BEHIND* THIS BLENDING OF ANCIENT LEGEND AND MODERN SCIENCE, WARLOCK?

AH--I SEE YOUR *CURIOSITY* IS AROUSED, MY GOOD PROFESSOR!

BECAUSE IT *PLEASES* ME, I SHALL EXPLAIN MY *MASTER PLAN* TO YOU--WHEN WE ARRIVE AT MY...*HEADQUARTERS!*

UP AHEAD...I SEE *LIGHT!*

COME, PROFESSOR... AND BEHOLD A SIGHT THAT WILL DAZZLE EVEN *YOUR* HOMO SUPERIOR SENSES!

THE NEXT MOMENT, THE GRANDILOQUENT BOAST OF THE ENIGMATIC WARLOCK IS MADE *GOOD*, AS THE FOUR AIRBORNE FIGURES EMERGE UPON AN INCREDIBLE SCENE--A MADDENING, KALEIDOSCOPIC MIXTURE OF *PAST* AND *PRESENT*...A TIME-DEFYING *WORLD THAT NEVER WAS*...

WE'RE IN SOME MAMMOTH *SUBTERRANEAN CAVERN*--HEADING TOWARDS A FULL-SCALE REPLICA OF A MEDIEVAL ENGLISH *CASTLE!*

EVEN MORE *AMAZINGLY*, THE RAMPARTS OF THE CASTLE ARE TOPPED WITH EARTH-TO-AIR *MISSILES*...POINTED TOWARDS MAN-MADE *SHAFTS* IN THE CAVERN WALL!

THAT'S NOT *ALL!* LOOK--THERE ARE *SUB PENS* BELOW!

AND--TAKE A PEEK AT ALL THAT *RADAR EQUIPMENT!* BUT, WHAT GOOD WILL IT DO DOWN *HERE?*

THOSE RADAR DEVICES HAVE BEEN *MODIFIED*, ANGEL--SO THAT THEY ARE NOW INTEGRAL PARTS OF MY *ULTIMATE WEAPON!*

FOR, WITH THAT WEAPON, I SHALL BRING MODERN MAN'S WORLD *CRASHING* DOWN AROUND HIM--AND USHER IN THE RULE OF...THE *WARLOCK!*

THERE'S THE *BOSS*--ON TIME, JUST LIKE HE *SAID* HE'D BE!

BUT, HE'S GOT SOME OF THEM *MUTANT* GUYS WITH 'IM! WHAT'S HE WANT *THEM* FOR?

I DON'T KNOW--BUT HE LOOKS LIKE HE'S GOT 'EM *UNDER CONTROL!*

AND, AS LONG AS HE *PAYS* US GOOD, I SURE AINT *COMPLAININ'!!*

THEN, INSIDE HIS STRANGE UNDER-GROUND STRONGHOLD, THE SUPREMELY CONFIDENT WARLOCK UNVEILS MORE OF HIS MASTER PLAN...

I HAVE NOT ALWAYS BEEN KNOWN AS THE WARLOCK! MANY CENTURIES AGO, ORDINARY HOMO SAPIENS KNEW ME AS... MERLIN THE MAGICIAN!

"BUT, BEING A SUPER-HUMAN MUTANT, I SURVIVED IN A COMA-LIKE STATE... AND AWOKE IN YOUR PERIOD OF HISTORY--ONLY TO FIND MY WILL TO POWER OPPOSED BY THOR, THE MIGHTY THUNDER GOD HIMSELF!"*

*AS RELATED IN THOR #96-- AND THOR ANNUAL #2! --DOUBLE-PLUGGER STAN.

"FINALLY, HOWEVER, THE IMMORTAL AVENGER TRICKED ME INTO RETURNING TO MY CRYPT IN A NEW YORK MUSEUM--WHERE I WAS TO SLEEP FOR YET ANOTHER MILLENIUM..."

LOOK! THE BODY OF MERLIN! IT'S RETURNED!

BUT-- HOW?

THERE ARE SOME THINGS... WHICH SCIENCE CANNOT EXPLAIN!

YET, THOR DID NOT KNOW THAT I HAD DECEIVED HIM! FOR, MY MUTANT SENSES TELL ME THAT HE HAS BEEN ABSENT FROM EARTH FOR MANY WEEKS!

AND SO--USING MY POWERS TO ALTER MY APPEARANCE-- MERLIN WALKS THE EARTH ONCE MORE... AS THE WARLOCK!

AND THIS MACHINE WHICH YOU SEE BEFORE YOU SHALL BE THE MEANS WHEREBY, AT LONG LAST, I SHALL CONQUER THE WORLD!

MUST GOAD HIM ON!

THAT APPARATUS-- WHAT DOES IT DO?

"THIS 'APPARATUS' IS THE SUPREME INVENTION OF MY MUTANT GENIUS! POWERED BY MY OWN POWERFUL BRAIN, IT WILL TURN THE MINDS OF MERE MORTALS BACKWARD--TO THE LEVEL OF MANKIND AT THE TIME OF KING ARTHUR! THEN, THEY SHALL NOT HAVE THE SCIENTIFIC WEAPONS OR SKILL TO OPPOSE THE FORCES OF THE WARLOCK!"

IT IS FORTUNATE THAT, WHILE STILL IN MY CRYPT, I COULD MENTALLY ORGANIZE GANGS OF CRIMINALS INTO A MODERNLY-EQUIPPED ARMY!

NOW, WITH ALL OF HUMANITY AS MY ABJECT HOSTAGES, EVEN THE MIGHTY THOR HIMSELF DARE NOT CONFRONT ME!

"THUS, AFTER MANY YEARS-- AND TWO AWAKENINGS--I SHALL HAVE ACHIEVED MY ULTIMATE GOAL--THAT OF EMPEROR OF A PLANET!"

AND NOW, BY YOUR LEAVE, I SHALL DEPART TO SHOW THE LADY AROUND MY MAGNIFICENT *CASTLE!*

THANK YOU... MY LORD!

JEAN! DON'T LET THAT WOLF IN WIZARD'S CLOTHING GIVE YOU THE *MOONLIGHT-AND-ROSES* TREATMENT!

YOU *FORGET*-- SHE IS LITTLE MORE THAN A *PUPPET* IN HIS HANDS!

MAYBE SO-- BUT, SINCE HE CAN EVIDENTLY CONTROL ONLY *ONE* MIND AT A *TIME*, THAT LEAVES ME FREE TO *SLUG* 'IM!

FOOL! OBSERVE HOW I MAKE *MARVEL GIRL* HERSELF HALT YOU!

IT IS *DONE*, WARLOCK!

SHE *DID* IT! ONE *WORD* FROM HIM... AND SHE STOPPED ME COLD *TELEKINETICALLY!*

BUT, LEST YOU IMAGINE THAT THE INVINCIBLE WARLOCK CANNOT DEFEND *HIMSELF*...

LET ME GIVE YOU BUT A MILD *DEMONSTRATION* OF ONE OF MY MANY *MUTANT ABILITIES!*

HIS *EYES*-- MAKING ME FEEL... *STRANGE--!*

WH--? MY *WINGS* --ON *FIRE!*

COME, MY DEAR! WE HAVE WASTED *ENOUGH* TIME ON THESE TWO!

WARREN! THERE'S AN UNDERGROUND *STREAM* BESIDE THE CASTLE! FLY INTO IT-- *QUICKLY!*

AND, ALMOST FASTER THAN THE EYE CAN *FOLLOW*...

SPLASH!

THE PROFESSOR WAS *RIGHT!* BUT, WE COULDN'T *SEE* THE STREAM FROM OUR VANTAGE POINT

SO, HOW DID HE KNOW IT WAS *HERE*--UNLESS SOME PORTION OF HIS *MENTAL POWER* HAS RETURNED, ENABLE HIM TO *PROBE* THE AREA!

AND, WHAT'S MORE --MY WINGS ARE *INTACT!* THOSE EYE-BEAMS MERELY POSSESS... THE POWER OF *SUGGESTION!*

PROFESSOR XAVIER *KNEW* THAT, I'M SURE--YET, HE ORDERED ME TO GO JUMP IN THE *LAKE!* *WHY??*

THEN, AS ANGEL ZOOMS BACK TO REJOIN HIS MENTOR, THE *ANSWER* BEGINS TO PRESENT ITSELF...

IT *MUST* BE! HE FEIGNS *HELPLESS-NESS* SO THE WARLOCK WON'T KEEP CLOSE *TABS* ON HIM!

AND, IT LOOKS LIKE IT *WORKED!*

SIR--WHAT ARE YOU--?

QUIET, WARREN! I MUST *CONCEN-TRATE FULLY!* I MAY HAVE ONLY *SECONDS*--

AND, INDEED, AT THAT PRECISE INSTANT, A SHORT DISTANCE *AWAY...*

MY SUBCONSCIOUS *MENTAL CONTACT* WITH XAVIER HAS BEEN *BROKEN!* I MUST LEARN WHY--*AT ONCE!*

PLEASE *EXCUSE* ME, MY DEAR!

OF COURSE, WARLOCK!

I SHALL TAKE *NO CHANCES!* I SHALL *IMMOBILIZE* THE FEMALE--UNTIL I *RETURN!*

THERE! NOW TO DEAL WITH THE GOOD *PROFESSOR!*

UNFORTUNATELY, MY *SELF-TELEPORTATION* POWER IS NOT YET RESTORED TO ITS *PEAK!*

BUT, SOON IT *SHALL* BE! AND, IN THE MEANTIME, I CAN YET USE IT TO TRAVERSE *SHORT DISTANCES...*

THE NEXT MOMENT, THE MUTANT WHO WAS *MERLIN* RE-MATERIALIZES IN A NEARBY *CHAMBER,* WHERE...

WHAT HAS *OCCURRED* HERE? PROFESSOR XAVIER--WHAT HAS *HAPPENED* TO HIM?

I JUST RETURNED--AND *FOUND* HIM LIKE THIS! HE MUST HAVE *FALLEN* --AND STRUCK HIS *HEAD!*

GOT TO SOUND *CONVINCING!* I'M NOT QUITE SURE WHAT THE PROFESSOR'S *UP* TO-- BUT, IF *HE* CAN'T STOP WARLOCK, *NO ONE* CAN!

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HE'S... NOT **MOVING!** THE BLOW SEEMS TO HAVE PUT HIM INTO SOME SORT OF **COMA!**

I MUST KEEP **STALLING FOR TIME!** IF THE WARLOCK GUESSES HE'S **FAKING,** HE'LL TURN AGAINST US **TOO SOON!**

BRING HIM OVER **HERE,** MORTAL!

IF YOU **LIE,** IT SHALL TAKE ME LITTLE TIME TO **DISCOVER** YOUR PALLID DECEPTION!

QUICKLY, THE X-MEN'S LEADER IS PLACED BENEATH BLINDING LIGHTS...

I HAVE ALLOWED YOU TWO TO LIVE BECAUSE IT **AMUSED** ME!

BUT, IF YOU HAVE **DECEIVED** ME --YOU SHALL AMUSE ME **NO LONGER!**

THEN, IN THE NOW BRIGHTLY-LIT CHAMBER, THE EVIL MUTANT SENDS OUR MENTAL WAVES OF ALMOST INDESCRIBABLE INTENSITY...

IT IS **BEYOND BELIEF!** THERE IS **NO RESPONSE!** I CANNOT PROBE HIS **MIND!**

EITHER HE IS **TRULY** IN A COMATOSE STATE AS ONCE **I** WAS, OR...

--OR ELSE YOUR LITTLE GAME IS **FINISHED,** WARLOCK!

SUDDENLY, EVEN AS ANGEL SPEAKS, THE WARLOCK WHIRLS ABOUT, TO BEHOLD...

LOOKS LIKE OUR FLOATING IN A VOID IS **THRU!** WE'RE **HERE--**

--WHEREVER **THAT** IS!

THE **REST** OF THE INFERNAL **X-MEN!** XAVIER MUST **SUMMONED** YOU, SOMEHOW!

SIR--YOU **DID** IT! CYKE, ICEMAN, AND THE BEAST APPEARED OUT OF **THIN AIR!**

NO, WARREN-- NOT FROM THE **AIR!**

THEY MATERIALIZED FROM OUT OF **NEGATIVE SPACE** --WHERE THE WARLOCK **LEFT** THEM WHEN YOU AND JEAN WERE CAPTURED!

UNACCUSTOMED AS I AM TO MY NEWFOUND **SURROUNDINGS,** MY BE-WHISKERED FRIEND, I'D CONCUR THAT IT'S A DISTINCT **POSSIBILITY!**

EYES FRONT, GROUP! THERE'S ANGEL--AND THE **PROFESSOR!** NOW, PERHAPS THINGS WILL COMMENCE TO GET A BIT **CLEARER!**

BUT, BEFORE ANY OF THE X-MEN CAN *ACT*...

VERY *CLEVER*, PROFESSOR--TO PRETEND TO BE UNCONSCIOUS, WHEN ACTUALLY YOU WERE REGAINING AND MARSHALING YOUR *MENTAL POWERS!*

HOWEVER, YOUR TRICKERY SHALL AVAIL YOU... *NOTHING!*

OBSERVE YOUR PRECIOUS YOUNG MUTANTS *NOW*--AND LEARN WHY IT IS *I* WHO MUST *TRIUMPH!*

WHAT IN BLAZES--? WE'RE *STUCK* TO THE *FLOOR!* WE CAN'T *WALK*--!

THE WARLOCK HAS UNBELIEVABLE *QUASI-HYPNOTIC ABILITIES*, SCOTT! IT'S ALL IN YOUR *MIND!*

TRUE! BUT, THAT KNOWLEDGE WILL DO NONE OF YOU ANY *GOOD!*

YOU WILL *STILL* BE UNABLE TO MOVE--UNLESS I SEE FIT TO *ALLOW* YOU!

YOU HOLD THE *UPPER HAND*, WARLOCK--BECAUSE YOU FIRST CAUGHT US *OFF GUARD!*

IN A *FAIR FIGHT*, MY X-MEN WOULD QUICKLY *DEMOLISH* YOUR MANIACAL DREAMS OF *WORLD CONQUEST!*

YOU SEEK TO GOAD ME INTO A *RASH MISTAKE*, XAVIER! BE WARNED--YOU MERELY HASTEN YOUR OWN *DESTRUCTION!*

FOR, EVEN NOW, MY UNDERLINGS ARE PREPARING A *TOURNAMENT!* IT WAS PLANNED FOR THE *ANGEL* --BUT IT SHALL EASILY DISPOSE OF THE *OTHERS*, AS WELL!

WHILE *YOU*, PROFESSOR, SHALL BE PRIVILEGED TO *WATCH*--IF YOU *DARE!*

NEVER FEAR, WARLOCK--I *DARE!*

IT WILL TAKE ME BUT A *MOMENT* TO ADJUST THE CONTROLS ON MY *MECHANICAL LEGS*-- AND THEN I SHALL *JOIN* YOU!

THEN *FOLLOW*, PROFESSOR... BOTH YOU *AND* YOUR X-MEN!

I CAN SENSE IT WILL BE *SOME TIME* BEFORE I CAN USE MY *MENTAL BOLTS* AGAINST HIM-- AND I'M CERTAIN HE *REALIZES* IT!

BUT, WE CANNOT *REFUSE* HIS CHALLENGE! PERHAPS, BY ACCEPTING, WE SHALL FIND A WAY TO *DEFEAT* HIM!

BECAUSE YOUR MUTANT PROTEGES CANNOT HOPE TO *WIN*, XAVIER, THE WARLOCK SHALL MAKE YOU A *WAGER*...

IF THE X-MEN *SURVIVE* MY TOURNAMENT, I SHALL *CANCEL* MY PLANS FOR AN INVASION OF YOUR MODERN WORLD-- AND RETURN TO MY *CRYPT!*

DID YOU HEAR *THAT?* THIS PUTS THE FATE OF EARTH UP TO *US!*

BUT, HOW CAN WE ASCERTAIN THAT OUR HOST WILL KEEP HIS *WORD?*

WE *CAN'T!* BUT, WE MUST DO OUR *BEST!* THE PROFESSOR IS *COUNTING* ON US!

AH! WE ARE NEARING MY PRIVATE *ARENA!*

I KNOW THAT I MAY BE SENDING MY X-MEN... TO THEIR *DEATH!* BUT--THERE IS NO OTHER *CHOICE!*

PROCEED TO THE END OF THIS *CORRIDOR!* THEN, LET THE *TOURNAMENT OF TIME* BEGIN!

AND, MAY ONLY THE *FITTEST* SURVIVE!

WHICH YOU'RE *BETTING* WON'T BE *US,* EH?

ALAS, THAT THE NOBLE BEAST IS NOT A *GAMBLER* BY INSTINCT!

SECONDS LATER, AT THE END OF THE LONG PASSAGEWAY...

IF ONLY WE KNEW JUST WHAT WE'LL BE *UP* AGAINST--!

WE'LL SOON *KNOW,* SCOTTY BOY! THE MOMENT OF TRUTH IS *AT HAND!*

MOVE TO THE *CENTER* OF THE ARENA, UGLY!

EH? AN ASSAULT FROM AN UNEXPECTED *QUARTER!*

WHAT THE--? :OOOMPH!:

YOU APPEAR IN IN NEED OF A REFRESHER COURSE IN *CHIVALRY,* MY SPEAR-WIELDING FRIEND!

WOW! TAKE A LOOK AT THE WAY HANK'S *TOSSIN'* THAT HOOD, WILLYA?

OF *COURSE!* DID YOU THINK THE PROFESSOR AND I WOULD *MISS* THE ENJOYMENT YOU SHALL AFFORD US?

I SHALL TELEKINETICALLY *SHIELD* MYSELF FROM THE HUMAN PROJECTILE YOU CHOOSE TO HURL AT ME!

MY THANKS FOR THE *ACCOLADES,* LAD!

SINCE I DON'T ALWAYS *EMPLOY* MY CONSIDERABLE BRAWN, IT'S GRATIFYING TO SEE ANYONE TAKE PROPER *COGNIZANCE!*

AND, LOOK AT MY *TARGET!* IT'S THE *WARLOCK*--UP THERE WITH THE *PROFESSOR!*

BUT, BE *WARNED!* YOUR *SCHEDULED* OPPONENTS SHALL NOT PROVE SO EASILY *BESTED!*

WE SHALL PROCEED WITH THE TOURNAMENT IN A FEW *MOMENTS!* BUT NOW, IT IS MY PLEASURE TO INTRODUCE TO YOU MY *FUTURE QUEEN--*

SHE WHO SHALL SOON BE THE FIRST *MUTANT EMPRESS* OF THE *EARTH!*

WELCOME TO THIS *TOURNAMENT* IN YOUR HONOR, MY DEAR!

NEVER DID EVEN *KING ARTHUR* PREPARE SUCH A SPLENDID EVENT FOR HIS BELOVED *GUINEVERE!*

I AM... *HONORED,* MY LORD!

IF ONLY I COULD *DO* SOMETHING! NEVER BEFORE HAVE I KNOWN WHAT IT MEANS TO BE SO UTTERLY *HELPLESS!*

ALL MY HOPES LIE ON... THE *X-MEN!*

NOT JUST *YET,* BOBBY! BUT, I'M GETTING AN *IDEA!* FOLLOW MY *LEAD!*

ISN'T THERE SOME WAY WE CAN *RUSH* THAT CREEP?

LISTEN! THAT THUNDERING SOUND *BEHIND* US--!

HE MUST MEAN... *JEAN!* HE KNOWS WE CAN'T *ATTACK* HIM, FOR FEAR OF HURTING HER OR THE *PROFESSOR!*

AND YET, WHEN THE *TIME* COMES, WE MAY BE *FORCED* TO TURN OUR POWERS ON HIM--NO MATTER *WHAT* THE CONSEQUENCES!

YOU TALK AS IF YOU DON'T *CARE* WHAT HAPPENS TO JEANIE, CYKE!

IF ONLY WARREN KNEW HOW *MUCH* I CARE ABOUT JEAN--THAT SHE'S THE GIRL I... *LOVE!*

I ONLY PRAY I DON'T *HAVE* TO CHOOSE BETWEEN HER FATE--AND THAT OF A *PLANET!*

YOU GOT *BIG EARS,* MONKEY-FACE! BUT, HERE'S WHERE THEY GET *PINNED BACK --FOR GOOD!*

GO *GET* THEM MUTIES!

IT'S ONE OF THOSE *ARMORED HOODS--* ON *HORSE-BACK!* SCATTER, AND I'LL--

VETOED, SCOTTY! *I'M* THE ONE HE INSULTED--SO IT'S *MY SHOW!*

KLOMP!

KLOMP!

ALTHOUGH IT SEEMS A BIT *UNGALLANT* FOR THE AGILE BEAST TO FACE A FOE ARMED ONLY WITH A *LANCE!* I--

YOU *KNOW* IT, MUTIE! THIS SPEAR IS REALLY A PORTABLE *LASER!* WH--? *MISSED!!*

UH OH! I STAND *CORRECTED!*

BRAK!

DON'T FEEL *AGRIEVED*, MY LATTER-DAY LANCELOT!

ACTUALLY, YOU MADE A DECIDEDLY GOOD *ATTEMPT*, FOR A MERE *HOMO SAPIEN!*

SPOINGI

UNNNH!

HOWEVER, REMEMBER THE PLATITUDE THAT A WEAPON MAY BE TURNED AGAINST ITS *WIELDER!*

BEE-YONG!

HMMM! HE MUST HAVE AN AVERSION TO *APHORISMS!*

NOW, I SHALL DEMONSTRATE MY VIRULENT *VERSATALITY* BY CONTINUING THE BATTLE IN A SLIGHTLY MORE *EQUESTRIAN* MANNER!

BUT, THE WARLOCK SEEMS TO HAVE *OTHER* IDEAS! HE'S SIGNALED *THREE* HORSEMEN TO ATTACK--AND THOSE BOWMEN HAVE THEIR SHAFTS AT THE *READY!*

I'LL TAKE CARE OF THE *ARCHERS!* ICEMAN--CAN YOU STOP THE *HORSEMEN?*

HAS THE *BEAST* GOT A *BIG TOE?* JUST *WATCH* ME, CYKE!

AND, BOBBY DRAKE IS AS GOOD AS HIS *WORD...*

LOOK OUT! WE'RE *SLIDING--!*

I SHOULD CHARGE FOR *FLYING LESSONS!*

SWOOSH!

KRAK!

GOOD DOING, MR. DRAKE! AND, *THAT* TEMPORARILY DISPOSES OF THOSE WOULD-BE *SHARP-SHOOTERS!*

MOST OF THE WARLOCK'S HOODS WERE *STATIONED* ON THAT LEDGE, CYKE!

THAT SHOULD *END* THIS NUTTY TOURNAMENT!

I TEND TO CONCUR, MY BIRD-LIKE BUDDY! AND, AS THEY SAY-- TO THE VICTORS BELONG THE SPOILS!

OR, TO SPEAK LESS METAPHORICALLY, THE BASHFUL BEAST HERE-WITH CLAIMS A CONGRATULATORY KISS FROM THE LADY OF THE TOURNAMENT--

NAMELY, THE PULCHITRUDINOUS MARVEL GIRL!

HMMM... JUDGING BY YOUR SCOWLING COUNTENANCE, WARLOCK, I'D WAGER YOU DON'T INTEND TO ACCEPT DEFEAT GRACEFULLY!

DEFEAT? DO YOU THINK I CAN BE BESTED BY MERE STRIPLINGS?

SOMEHOW... I SENSE I SHOULD DO SOMETHING! BUT... MY MIND SEEMS SO... TIRED!

WHAP!

-OOOOFF!-

THOUGH YOU BE A MUTANT LIKE MYSELF--YOU CANNOT STAND AGAINST MY TELEKINETIC FORCE BOLTS!

THIS POWER OF MINE PARALLELS THAT OF MARVEL GIRL--BUT IS DEVELOPED TO AN INFINITELY GREATER DEGREE!

THE WARLOCK BLASTED HANK! HE'LL FALL--!

DON'T PUSH THE PANIC BUTTON, GROUP! YOU DON'T THINK THE ICEMAN WOULD LET HIS OL' BUDDY DOWN, DO YA?

VERY TOUCHING! BUT, I SHALL STILL DESTROY EACH OF YOU!

THEN, WE'VE GOT NOTHING TO LOSE BY ATTACKING --NOW!

RIGHT! EVERYBODY RUSH AT ONCE! THAT WAY, HE CAN'T TURN HIS BOLTS ON ALL OF US!

BUT, AS FOUR FEARLESS FORMS HURTLE FORWARD WITH RECKLESS COURAGE...

THE WARLOCK'S MAKING A BREAK FOR IT!

AND, HE'S DRAGGING JEANIE WITH HIM!

HE KNOWS WE WON'T DARE ATTACK HIM WITH FULL POWERS AS LONG AS HE CAN EMPLOY HER AS A HUMAN SHIELD!

COME, MY DEAR! EVEN THE MOST FOOLISH OF GENERALS KNOWS WHEN TO SOUND A STRATEGIC RETREAT!

YET, THE FINAL --THE ULTIMATE VICTORY SHALL STILL BELONG TO THE WARLOCK!

I HAVE NO CHOICE BUT TO LEAVE THE ACCURSED PROFESSOR HERE!

BUT, WITHOUT HIS FANTASTIC MENTAL ABILITIES HE CAN DO ME NO HARM!

THE X-MEN WILL SURELY FOLLOW HARD UPON MY HEELS--AND, THEIR RASHNESS SHALL BE THEIR FATAL UNDOING!

FOR, IN THESE NARROW PASSAGES, THEY WILL MEET THEIR DOOM!

BUT, A SHORT DISTANCE BEHIND THE FLEEING MUTANT, EVENTS ARE DEVELOPING A BIT DIFFERENTLY FROM THE WAY THE MALEVOLENT WARLOCK HAS PROJECTED...

UMMMPH! THIS IS OBVIOUSLY MY DAY FOR CALAMITOUS CONTINGENCIES! I MUST HAVE TRIPPED SOME SORT OF ELECTRIC EYE--AND RECEIVED A FACEFUL OF CAST-IRON BARS!

IT'S ALL FOR THE BEST, HANK--FOR, WITH EACH STEP THAT THE WARLOCK TAKES, HIS MENTAL BAN ON MY POWERS DIMINISHES!

WITHIN SECONDS, I SHOULD HAVE REGAINED SUFFICIENT PSYCHIC ENERGY TO RESIST HIM WHEN WE COME FACE TO FACE!

AND YOU WILL COME FACE TO FACE, PROFESSOR! I PROMISE YOU THAT!

SPLANG!

STAND ASIDE, HANK--AND LET ME TURN MY OPTIC BLASTS ON THAT GATE!

THEN, WITHOUT ANOTHER INSTANT'S *DELAY*, THE MOST POWERFUL X-MAN OF ALL GOES INTO *ACTION*...

THAT WOULD-BE WORLD-BEATER MADE HIS *GREATEST* MISTAKE WHEN HE DECIDED TO USE *JEAN* AS A *HOSTAGE!*

FOR, *NOTHING* AND *NO ONE* WILL KEEP ME FROM THE GIRL I *LOVE!*

KRAK!

YOU *DID* IT!

NOW, LET'S GET THE *WARLOCK*--BEFORE IT'S *TOO LATE!*

LET'S GET *GOING!* I'LL BRING THE *PROFESSOR!*

SECONDS LATER, AS THE ANXIOUS X-MEN RACE THRU THE LABYRINTHINE *CORRIDORS* OF THE ANACHRONISTIC CASTLE...

IT'S SO *QUIET*--SO *FOREBODING!* AS IF WE'RE BEING *WATCHED!*

PERHAPS WE *ARE*, SCOTT--AT LEAST *MENTALLY!*

WE ARE NEARING THE *WARLOCK!* I CAN *SENSE* IT!

UH OH! IT DOESN'T TAKE *MENTAL PROBING* FOR ME TO ASCERTAIN THAT SOME SORT OF *WEAPON* JUST ZEROED IN ON US AT THE HEAD OF THE *STAIRS!*

AND, ALMOST AS HANK McCOY *SPEAKS*...

UHHH--! POCKET-SIZED *PROJECTILES*--!

WHEEEEE

AND PACKED WITH ECONOMY SIZE *EXPLOSIVES*, OR I MISS MY MY GUESS! LUCKILY, THEY DON'T MOVE AT TOO HIGH A *SPEED!*

HEADS UP, BOBBY! THEY'RE HEADING STRAIGHT AT *YOU!*

THANKS, WARRY, BUT *THIS* LITTLE ICE CUBE IS WAY *AHEAD* OF YA!

THIS CURVED *RAMP* WILL SEND 'EM BACK-- *SPECIAL DELIVERY!*

WAIT! LOOK-- IT'S THE WARLOCK ...AND *JEAN!* AT THE TOP OF THE *STAIRS!*

WHOOSH

OH NO! AND-- IT'S TOO LATE FOR ME TO STOP THOSE BULLET-SIZED BABIES *NOW!*

KUH-HOO

HAVE NO *FEAR*, MORTALS! MY *FORCE FIELD* WILL PROTECT MARVEL GIRL AND MYSELF! I MERELY RETURNED TO *TOY* WITH YOU!

AND, TO LEAD YOU ON TO YOUR *DEATHS!*

THE X-MEN--COULD HAVE BEEN *KILLED!* I MUST *RESIST* THE WARLOCK'S MENTAL SPELL! I *MUST!*

MEANWHILE, AS JEAN STRUGGLES TO FREE HER MIND, *PROFESSOR X* TESTS HIS *OWN* RESURGING ABILITIES...

IT'S *NOW OR NEVER!* I MUST PURGE MY BRAIN OF THE LAST *VESTIGES* OF THE WARLOCK'S CONTROL!

AH--IT *WORKED!* MY POWERS HAVE *RETURNED*--AND, NOW THAT I'M *ON GUARD*, HE CAN'T RE-ESTABLISH HIS WAY OVER MY MIND!

BUT, NEITHER CAN I PENETRATE HIS *OWN* PSYCHIC SCREEN! WE'VE REACHED... A *STALEMATE!*

IT'S ALL UP TO MY *X-MEN*-- AND THEIR *PHYSICAL* PROWESS!

SO-- IT WOULD APPEAR THAT I *UNDERESTIMATED* THE PRODIGIOUS MENTALITY OF THE GOOD PROFESSOR!

HE IS NOW AS IMMUNE TO *MY* MUTANT POWERS AS I AM TO *HIS!*

HOWEVER, THERE ARE *OTHER* MEANS AT MY DISPOSAL-- AS HE SHALL SOON *LEARN*, TO HIS SORROW!

I SHALL BLAST THAT TOWER INTO *BITS*-- AND *CRUSH* ALL OF THEM BENEATH TONS OF *RUBBLE!*

CRUMBLE!

CRUNCH!

LOOK OUT! THE TOWER-- THERE'S NO TIME TO *DODGE!*

BUT THEN, WITH A HALF-SECOND TO *SPARE*...

WH--? SOME FORCE KNOCKED US OUT OF *HARM'S WAY!*

IT'S *JEAN!* SHE'S BROKEN THE WARLOCK'S HOLD ON HER, SOMEHOW--AND HURLED US TO *SAFETY!*

I ALWAYS *DID* LIKE THAT GAL!

THE FEELING IS *MUTUAL*, BOBBY!

WHEN I SAW THOSE DEADLY *PROJECTILES* ROCKETING TOWARDS YOU, I FINALLY CAME TO MY *SENSES!*

NOW, WE CAN TAKE ON THAT MURDEROUS MUTANT--*TOGETHER!*

SO, EVEN YOU--WHO WOULD HAVE BEEN MY QUEEN--OPPOSE THE WILL OF THE WARLOCK! YOU ARE NOT WORTHY OF THE HONOR I BESTOWED UPON YOU!

THUS, I SHALL DISPOSE OF YOU--WITH A SINGLE LETHAL MENTAL BOLT!

HIS POWER --IS TOO STRONG! CAN'T PROTECT MYSELF!

NOT SO FAST, WARLOCK! NOT EVEN A MUTANT CAN ATTACK AND DEFEND AT THE SAME TIME!

WE'VE GOT TO KEEP HIM OFF-BALANCE--SO HE CAN'T TURN HIS FULL POWERS AGAINST US!

ZAP!

-UNNNHH!-

YOU FIGHT WELL, MORTALS--FOR ONES WHO DO NOT POSSESS THE CENTURIES-OLD SKILL OF THE WARLOCK! BUT, YOU HAVE RECKONED WITHOUT MY ULTIMATE POWER!

YOU CANNOT RESIST THE POWER OF... THE EVIL EYE!

I SHALL ROOT THEM TO THE GROUND--AS I DID BEFORE! THEN, I CAN SWIFTLY DESTROY THEM... FOREVER!

BUT, BEFORE ANOTHER SECOND CAN TRANSPIRE... OR THE OVER-WHELMING ORBS OF THE WARLOCK OPEN...

HANK! YOU SNEAKED AROUND BEHIND HIM--AND PULLED HIS OWN CAPE OVER HIS EYES!

THERE ARE OCCASIONS, LASS, WHEN BEING ABLE TO GAIN A TOEHOLD ON VIRTUALLY ANY SURFACE IS A DISTINCT ASSET!

HE CAN'T IMMOBILIZE WHAT HE CAN'T SEE, N'EST-CE PAS?

EXCELLENT, HANK! NOW, WARREN, QUICKLY --CARRY ME TO THE WARLOCK AS FAST AS POSSIBLE!

EVERY FLEETING MOMENT COUNTS!

TEMPUS FUGITS, INDEED, SIR! OUR CLOAKED CAPTIVE IS CONSIDERABLY STRONGER THAN IS APPARENT!

ONLY THE FACT THAT HE HAD BEEN OVER-TAXING HIS POWERS ENABLES ME TO RESTRAIN HIM!

THIS IS CLOSE ENOUGH, ANGEL! THE MOMENT FOR ACTION IS-- NOW!!

MUST USE... UTMOST CONCENTRATION! CAN'T RELAX... FOR AN INSTANT!

YOU'VE DONE IT, SIR! THE WARLOCK'S RESIS-TANCE...HAS COMPLETELY STOPPED!

HE'S OBVIOUSLY RETURNED TO HIS PREVIOUS COMATOSE STATE-- AND, THIS TIME, I HOPE IT'S PERMANENT!

THEN, A FEW *LOOSE ENDS* ARE SWIFTLY KNOTTED BY *BOBBY DRAKE*...

THERE! THAT OUGHTTA KEEP THESE ARMOR-PLATED HOODS UNDER WRAPS TILL THE *STATE POLICE* GET HERE!

TO *THINK*-- THAT MUTANT MADMAN WANTED ME TO BE HIS *QUEEN!*

TALK ABOUT YOUR *FATES WORSE THAN DEATH!*

A MONUMENTAL *VICTORY* HAS BEEN WON HERE TODAY--FOR, WITHOUT THE POWERFUL BRAIN OF THE *WARLOCK*, HIS TIME-REVERSING MACHINE IS USELESS--AND THE WORLD OF HUMANS IS *SAFE* ONCE MORE!

BUT, WE CAN NEVER RELAX OUR *VIGILANCE!* FOR, THERE ARE *OTHER* EVIL MUTANTS--INCLUDING THOSE WHICH ARE UNDER THE DOMINATION OF... *FACTOR THREE!**

**AND DON'T THINK YOU WON'T SEE *MORE* OF THAT BELLIGERENT BROTHER IN *FUTURE ISHES!* --SO-BE-IT STAN,*

THUS, AS AN UNWARY PLANET SLEEPS--LITTLE DREAMING OF THE DREAD *DESTINY* WHICH IT HAS SO NARROWLY ESCAPED--THE MOST UNIQUE FIGHTING TEAM OF *ALL* RETURNS TO THE WORLD OF *HOMO SAPIENS*...

YOU KNOW, I THINK WE JUST FINISHED SAVING THE *WORLD*-- AND I'M STILL NOT EXACTLY SURE WHAT *HAPPENED!*

THE *IMPORTANT* THING, THOUGH, IS THAT WE *DID* WIN--AND, THE WARLOCK IS BACK IN THE CONDITION WHERE HE *BELONGS!*

BUT, PROFESSOR, CAN WE *EVER* BE *CERTAIN* THAT, THIS TIME, MERLIN WILL SLEEP FOR A FULL *MILLENNIUM?*

IN LIFE, WARREN, *NOTHING* IS COMPLETELY CERTAIN! WE MUST EVER BE ALERT FOR *NEW* DANGERS --AND FOR *OLD!*

ALAS, IT SOMETIMES OCCURS TO ME THAT *SUPER-HEROING* IS NOT THE MOST *TRANQUIL* OF AVOCATIONS!

I CAN'T HELP WONDERING! SCOTT'S VOICE--HIS EVERY EXPRESSION--SEEMED SO TERRIBLY *CONCERNED* WHEN I WAS THE WARLOCK'S *HOSTAGE!*

COULD IT BE THAT HE *DOES* LOVE ME --BUT THAT, FOR SOME UNKNOWN REASON, HE'S NEVER *TOLD* ME?

NO MATTER *WHAT* NEW THREAT MAY ARISE-- JEAN'S *SAFE!* AND, NOTHING IN THE WORLD MEANS MORE TO ME THAN *THAT!*

NEXT ISH: THE FRIGHTENING FURY OF A MARVEL-OUS NEW *MENACE*-- *THE COBALT MAN!!*

MINUTEMEN

Blunt

Brian Azzarello